

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	§	Chapter 11
	§	
W. R. GRACE & CO., et al.,	§	Case No. 01-01139 (JKF)
	§	
<i>Debtors.</i>	§	Jointly Administered
	§	
	§	Objection Deadline: 12/2/2010; 4:00 PM ET
	§	Hearing Date: 3/28/2011; 10:00 AM ET

**EIGHTH QUARTERLY APPLICATION OF ALAN B. RICH, ESQ. FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS
AND HOLDERS OF DEMANDS FOR THE 38th QUARTERLY
PERIOD FROM JULY 1, 2010 THROUGH SEPTEMBER 30, 2010**

TO THE HONORABLE JUDGE OF SAID COURT:

COMES NOW, Alan B. Rich, Esq., pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the Retention Order (as defined below), the Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals and Official Committee Members (the "Interim Compensation Order"), the Amended Administrative Order under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members (the "Amended Interim Compensation Order") and Del. Bankr. LR 2016-2, and hereby applies for an order allowing him (i) compensation in the amount of \$23,460.00 for the reasonable and necessary legal services he has rendered to the Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos-Related Property

Damage Claimants and Holders of Demands and (ii) reimbursement of actual and necessary expenses that he has incurred in the amount of \$511.00, for a total of \$23,971.00, or one hundred percent (100%) of all compensation and expense reimbursement requested, for the period July 1, 2010 through September 30, 2010 (the "Quarterly Fee Application"), and in support of this Quarterly Fee Application, would respectfully show as follows:

SUMMARY

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 (<i>nunc pro tunc</i>)
Period for Which Compensation and Reimbursement is Sought:	July 1, 2010 through September 30, 2010
Amount of Fees Sought as Actual Reasonable and Necessary:	\$23,460.00
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$511.00

This is a(n): ☐Monthly ☒Quarterly ☐Interim ☐Final Application

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees ¹	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid

¹ At 80% of the total incurred.

12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid
2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid

7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/2/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	CNO Filed	CNO Filed
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Pending	Pending

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 25 years, and his billing rate is \$600 per hour. In this Quarterly Application period Mr. Rich billed 39.1 hours,² for a total amount billed of \$23,460.00, of which 80% (\$18,768.00) has already been paid or has payment pending, leaving the amount not yet approved or paid of \$4,692.00.

The time for preparation of this Eighth Quarterly Application is approximately 2.0 hours, for which \$1,200.00 will be requested in a future application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	29.0	\$17,400.00
Fee Applications	10.1	\$6,060.00
TOTAL	39.1	\$23,460.00

² Non-Productive travel time is included in this figure, but at 50% of the actual time.

EXPENSE SUMMARY

Description	Expense
Travel	\$300.00
Court Call	\$211.00
TOTAL	\$511.00

APPLICATION

1. On April 2, 2001 , (the "Petition Date") each of the Debtors filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Bankruptcy Code (the "Chapter 11 Cases"). On April 2, 2001, the Court entered an order procedurally consolidating the Chapter 11 Cases for administrative purposes only. Since the Petition Date, the Debtors are continuing to operate their businesses and manage their properties and assets as debtors-in-possession pursuant to sections 1107(a) and 1108 of the United States Bankruptcy Code.

2. On May 3, 2001, the Court entered an Interim Compensation Order, as amended by the Amended Interim Compensation Order, establishing procedures for monthly compensation and reimbursement of expenses of professionals (each such application, a "Monthly Fee Application"), and whereby any notice party listed in the Amended Interim Compensation Order may object to such Monthly Fee Application. If no notice party objects to professional's Monthly Fee Application within twenty (20) days after the date of service of the Monthly Fee Application, the applicable professional may submit to the Court a certification of no objection authorizing the interim compensation and reimbursement of eighty percent (80%) of the fees requested and one hundred percent (100%) of the expenses requested, subject to the filing and approval of the interim and final fee applications of the professional.

3. Furthermore, and also pursuant to the Amended Interim Compensation Order, within forty-five (45) days of the end of each quarter, professionals are required to file and serve, upon the notice parties, a quarterly request (a "Quarterly Fee Application") for interim Court approval and allowance of the Monthly Fee Applications filed during the quarter covered by that Quarterly Fee Application. If the Court grants the relief requested by the Quarterly Fee Application, the Debtors are authorized and directed to pay the professional 100% of the fees and expenses requested in the Monthly Fee Applications covered by that Quarterly Fee Application, less any amounts previously paid in connection with the Monthly Fee Applications. Any payment made pursuant to the Monthly Fee Applications or a Quarterly Fee Application is subject to final approval of all fees and expenses at a hearing on the professional's final fee application.

4. By an order of this Court, the PD FCR was authorized to retain Alan B. Rich as his counsel, effective as of September 29, 2008 (the "Retention Order"). The Retention Order authorizes the Debtors to compensate Rich at his hourly rate charged for services of this type and to be reimbursed for actual and necessary out-of-pocket expenses that he incurred, subject to application to this Court in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, all applicable local rules and orders of this Court.

5. This Quarterly Fee Application, which is submitted in accordance with the Amended Interim Compensation Order, is Rich's Eighth Quarterly Fee Application for compensation for services rendered in connection with the Chapter 11 Cases and covers the 38th Quarterly fee period of July 1, 2010 through September 30, 2010 (the "Fee Period").

6. Rich has filed with the Court the following Monthly Fee Applications for

interim compensation during the Fee Period:

- (a) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Twenty-Third Monthly Interim Period from July 1, 2010 Through July 31, 2010, seeking \$7,824.00 in fees (80% of \$9,780.00) and \$208.00 in expenses;
- (b) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Twenty-Fourth Monthly Interim Period from August 1, 2010 Through August 31, 2010, seeking \$4,272.00 in fees (80% of \$5,340.00) and \$273.00 in expenses;
- (c) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Twenty-Fifth Monthly Interim Period from September 1, 2010 Through September 30, 2010, seeking \$6,672.00 in fees (80% of \$8,340.00) and \$30.00 in expenses.

7. The monthly fee applications covered by this Quarterly Fee Application contain detailed daily time logs describing the actual and necessary services provided by Rich during the Fee Period, as well as other detailed information required to be included in fee applications. The Twenty-Third, Twenty-Fourth and Twenty-Fifth monthly fee applications (collectively, the "Applications") are attached hereto as Exhibits "1," "2" and "3" respectively.

8. The periods for objecting to the fee and expense reimbursements relating to the Twenty-Third, Twenty-Fourth and Twenty-Fifth monthly fee applications have each passed without any objections being filed, whereupon Rich filed Certificates of No Objection with the Court, and Rich has been paid interim compensation and reimbursement of 80% of the fees and 100% of the expenses requested.

9. Rich has filed seven prior Quarterly Fee Applications.

10. By this Eighth Quarterly Fee Application, Rich requests that the Court approve the interim allowance of compensation for professional services rendered and the reimbursement of actual and necessary expenses incurred by Rich from July 1, 2010 through September 30, 2010, less any amounts previously paid to Rich pursuant to the Monthly Fee Applications and the procedures set forth in the Amended Interim Compensation Order. As stated above, the full scope of the services provided and the related expenses incurred are fully described in the Monthly Fee Applications that already have been filed with the Court.

11. Rich reserves his right to seek at a later date compensation for services rendered and expenses incurred during the applicable period that are not otherwise included in the relevant monthly fee application.

12. At all relevant times, Rich has been a disinterested person as that term is defined in Section 101(14) of the United States Bankruptcy Code, as modified by section 1107(b) of the United States Bankruptcy Code and has not represented or held an interest adverse to the interest of the Debtors.

13. All services for which compensation is requested by Rich were performed for or on behalf of the PD FCR and not on behalf of any committee, creditor, or other person.

14. Rich believes that this Quarterly Fee Application complies with the requirements of Del. Bankr. LR 2016-2 and the Amended Interim Compensation Order.

15. During the Interim Period, Rich has received no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with these Chapter 11 Cases, other than the interim compensation payments pursuant to the Amended Interim Compensation Order. There is no agreement or understanding between Rich and any

other person for the sharing of compensation to be received for services rendered in these cases.

16. The professional services and related expenses for which Rich requests interim allowance of compensation and reimbursement of expenses were rendered and incurred in connection with these cases in the discharge of Rich's professional responsibilities as counsel for the PD FCR in the Chapter 11 Cases. Rich's services have been necessary and beneficial to the PD FCR as well as the Debtors and their estates, creditors, and other parties in interest.

17. Pursuant to Fed R. Bankr. P. 2016(b), Rich has not shared, nor has agreed to share: (a) any compensation it has received or may receive with another party or person, or (b) any compensation another person or party has received or may receive in connection with the Chapter 11 Cases.

WHEREFORE, Alan B. Rich, Esq. respectfully requests that the Court enter an order, providing that (a) for the period from July 1, 2010 through September 30, 2010, an administrative allowance be made to Rich in the sum of \$23,460.00 as compensation for reasonable and necessary professional services rendered to the PD FCR and, in the sum of \$511.00 for reimbursement of actual and necessary costs and expenses incurred, for a total of \$23,971.00; (b) that the Debtors be authorized and directed to pay to Rich the outstanding amount of such sums, less any sums previously paid to Rich pursuant to the Monthly Fee Applications and the procedures set forth in the Amended Interim Compensation Order and (c) this Court grant such other and further relief to which Rich is justly entitled.

Respectfully Submitted,



Alan B. Rich
Texas Bar No. 16842350
4244 Renaissance Tower
1201 Elm Street
Dallas, Texas 75270
(214) 744-5100
(214) 744-5101 [fax]
arich@alanrichlaw.com

COUNSEL TO HON. ALEXANDER
M. SANDERS, JR., LEGAL
REPRESENTATIVE FOR FUTURE
ASBESTOS-RELATED PROPERTY
DAMAGE CLAIMANTS AND HOLDERS
OF DEMANDS

DECLARATION

Alan B. Rich, declares as follows:

I am the counsel hired by the PD FCR with the approval of the Court, and am familiar with the legal services which I rendered to the PD FCR. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I believe that this Application substantially complies with Local Bankruptcy Rules for the District of Delaware.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: November 12, 2010.



CERTIFICATE OF SERVICE

I certify that on the 12th day of November, 2010, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



A handwritten signature in black ink, appearing to read "MBRIL", is positioned above a horizontal line.

EXHIBIT 1

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	§	Chapter 11
	§	
W. R. GRACE & CO., et al.,	§	Case No. 01-01139 (JKF)
	§	
<i>Debtors.</i>	§	Jointly Administered
	§	
	§	Objection Deadline: 8/23/2010
	§	Hearing Date: TBD (if needed)

**SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS AND
HOLDERS OF DEMANDS FOR THE TWENTY-THIRD MONTHLY
INTERIM PERIOD FROM JULY 1, 2010 THROUGH JULY 31, 2010**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 (<i>nunc pro tunc</i>)
Period for Which Compensation and Reimbursement is Sought:	July 1, 2010 through July 31, 2010
Amount of Fees Sought as Actual Reasonable and Necessary:	\$7,824.00 [80% of \$9,780.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$208.00
This is a(n):	<input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees ¹	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
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10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
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1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

¹ At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 25 years, and his billing rate is \$600 per hour. In this Application period Mr. Rich billed 16.3 hours,² for a total amount billed of \$9,780.00 of which 80% is currently sought, in the amount of \$7,824.00, plus 100% of the expenses incurred during this period, in the amount of \$208.00, for a total currently sought of \$8,032.00.

As stated above, this is the Twenty-Third application for monthly fees and expenses. The time for preparation of this Application is approximately 1.0 hours, for which \$600.00 will be requested in a future application.

² Non-Productive travel time, if any, is included in this figure, but at 50% of the actual time.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	12.1	\$7,260.00
Travel	0	0
Fee Application Matters (Monthly & Quarterly, incl. FCR's)	4.2	\$2,520.00
TOTAL	16.3 hours	\$9,780.00

EXPENSE SUMMARY

Description	Expense
Travel	\$150.00
Courtcall	\$58.00
TOTAL	\$208.00

Detail of the fees and expenses billed is attached hereto as Exhibit A.

[illegible]

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



Alan B. Rich, Esq.
Texas Bar No. 16842350
1201 Elm Street, Suite 4244
Dallas, Texas 75270
(214) 744-5100
(214) 744-5101 [fax]
arich@alanrichlaw.com

COUNSEL TO HON. ALEXANDER
M. SANDERS, JR., LEGAL
REPRESENTATIVE FOR FUTURE
ASBESTOS-RELATED PROPERTY
DAMAGE CLAIMANTS AND HOLDERS
OF DEMANDS

CERTIFICATE OF SERVICE

I certify that on the 1st day of July, 2010, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



EXHIBIT A

ALAN B. RICH

Attorney and Counselor
4244 Renaissance Tower
1401 Elm Street
Dallas, Texas 75270
Telephone 214.744.5100
Fax 214.744.5101
E-mail: arich@alanrichlaw.com

INVOICE FOR PROFESSIONAL SERVICES (July, 2010)

Client

Hon. Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands

Matter

In re W. R. Grace, No. 01-1139 (Bankr. D. Del)

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
7/1/2010	Review Certificate of No Objection Regarding Debtors' Motion to Approve the Amended and Restated Astestos Settlement Agreement Between W.R. Grace & Co. and Munich Reinsurance America, Inc.	0.1
7/1/2010	Review Certificate of No Objection Regarding Debtors' Motion for Entry of an Order Authorizing Debtors to Make Legally Required Minimum Contributions to Defined Benefit Pension Plans Covering Debtors' Employees	0.1
7/1/2010	Prepare 22nd Monthly Fee Application, Notice and attention to filing	1.0
7/1/2010	Review Local ZAI Counsel fee application	0.2
7/1/2010	Review Canadian ZAI Counsel (Scarfone) fee application	0.2
7/1/2010	Review Order dismissing without prejudice motion to pay fraudulent conveyance case fee holdbacks	0.1

7/1/2010	Review Canadian ZAI Counsel (Lauzon) fee application	0.1
7/1/2010	Review Request for Judicial Notice of Garlock's Chapter 11 filing	0.1
7/1/2010	Review Revised Certification of Counsel re Easthampton Superfund Site	0.2
7/1/2010	Review Certification of Counsel re Walpole Superfund Site	0.2
7/2/2010	Review Order Granting Debtors' Motion for Entry of an Order Authorizing Debtors to Make Legally Required Minimum Contributions to Defined Benefit Pension Plans Covering Debtors' Employees	0.1
7/2/2010	Review Notice of Withdrawal of Certification of Counsel re Easthampton Superfund site	0.1
7/2/2010	Review Order Pursuant to Sections 105, 363, 1107 and 1108 of the Bankruptcy Code and Rules 2002, 6004, 9014 and 9019 of the Federal Rules of Bankruptcy Procedure Approving the Amended and Restated asbestos settlement agreement Between W. R. Grace & Co. and Munich Reinsurance America, Inc.	0.1
7/2/2010	Review Order Authorizing Debtors' Entry into (I) Consent Order with the United States Regarding the Zonolite/W.R. Grace Easthampton, MA, Superfund Site, (II) Stipulation Resolving Claim 11301 of Oldon Limited Partnership and (III) Stipulation Resolving Claim 7121 of the City of Easthampton	0.1
7/2/2010	Review Motion to Re-Open Fraudulent Conveyance Adversary Proceedings to Permit the Filing of Remaining Quarterly Fee Applications and Allowance and Payment of Remaining Holdbacks	0.1
7/2/2010	Review Motion to Allow Late Property Damage Proof of Claim by Plum Creek Timberlands	1.0
7/6/2010	Review Order granting Debtors' Motion to disallow employee claims	0.1
7/6/2010	Review Order granting Debtors' Motion to enter Walpole superfund site consent decree	0.1

7/6/2010	Review Monthly Operating Report for May, 2010	0.4
7/7/2010	Review July Omnibus hearing agenda	0.2
7/8/2010	Email from Debtors' counsel re July Omnibus	0.1
7/8/2010	Conference call regarding pension plan matters	0.7
7/12/2010	Review Fee Auditors Report re Canadian Substantial Contribution Application	0.5
7/13/2010	Review correspondence re employee benefils omnibus objection	0.1
7/13/2010	Review Certification of Counsel re Canadian ZAI counsel Substantial Contribution Application	0.2
7/13/2010	Review Ordinary Course Professional compensation for 2Q2010 and emails to and from debtors' counsel and R. Finke re same	0.4
7/13/2010	Email from Debtors' counsel re telephonic only July Omnibus	0.1
7/13/2010	Review Amended Agenda for July Omnibus	0.1
7/14/2010	Attend telephonic July Omnibus hearing (including hold time)	1.5
7/16/2010	Prepare 6th Quarterly Fee Application (36th Period), Notice and attention to filing	2.0
7/16/2010	Prepare 6th Quarterly Fee Application of PD FCR (36th Period), Notice and attention to filing	1.0
7/19/2010	Telephone conference with Debtors' counsel re Plumcreek motion and preparation for same	0.5
7/20/2010	Review appeal docketing materials for Bank Lenders' appeal of interest issue	0.1
7/20/2010	Email from Debtors' counsel re Plumcreek Tolling Agreement and Review of draft Tolling Agreement	0.3

7/21/2010	Email to Debtors' counsel re Plumcreek Tolling Agreement	0.1
7/21/2010	Review Notice of Docketing of Appeal from the Order Disallowing and Expunging Asbestos Property Damage Claim Numbers 011627 and 012476 as Barred by British Columbia's Ultimate Limitations Period	0.1
7/21/2010	Review Order granting substantial contribution application of Canadian ZAI/PD counsel	0.1
7/21/2010	Prepare and file Certificate of No Objection for 22 nd Monthly Fee Application	0.2
7/22/2010	Review redline of Plum Creek tolling agreement and emails between counsel re same; Review further revisions of tolling agreement and final agreement	0.7
7/22/2010	Review wire-Report on Grace earnings	0.1
7/26/2010	Review report on 36th Quarter de minimus asset sales	0.1
7/26/2010	Review report on 36th Quarter de minimus settlements	0.1
7/26/2010	Review Debtors' request for approval of Plum Creek Tolling Agreement	0.2
7/26/2010	Review Order granting judicial notice of Garlock bankruptcy case	0.1
7/26/2010	Review Neutrocrete Response to Grace's Claim Objection re defects in Zonolite-based private-label product	1.5
7/26/2010	Review Kirkland & Ellis disinterestedness affidavit	0.2
7/27/2010	Review CNO for Wausau insurance settlement	0.1
7/27/2010	Review CNO for Motion to Re-Open Fraudulent Conveyance Adversary Proceedings to Permit the Filing of Remaining Quarterly Fee Applications and Allowance and Payment of Remaining Holdbacks	0.1
7/27/2010	Review CNO's for Canadian ZAI firms' Third Fee Applications	0.1

7/28/2010 Review Canadian ZAI firms' Fourth Fee Applications 0.3

Total: 16.3 hours @ \$600.00/hour = \$9,780.00

Expenses: Detail on Exhibit 1– \$208.00

Total Fees and Expenses Due: \$9,988.00

DATE	DESCRIPTION OF EXPENSE	AMOUNT
7/14/2010	Airline Cancellation Fee (omnibus switch to telephone only)	\$150.00
7/27/2010	Courtcall	\$58.00
	TOTAL EXPENSES	\$208.00

EXHIBIT 2

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: W. R. GRACE & CO., et al., <i>Debtors.</i>	§ § § § § § §	Chapter 11 Case No. 01-01139 (JKF) Jointly Administered Objection Deadline: 9/21/2010 Hearing Date: TBD (if needed)
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**SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS AND
HOLDERS OF DEMANDS FOR THE TWENTY-FOURTH MONTHLY
INTERIM PERIOD FROM AUGUST 1, 2010 THROUGH AUGUST 31, 2010**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 (<i>nunc pro tunc</i>)
Period for Which Compensation and Reimbursement is Sought:	August 1, 2010 through August 31, 2010
Amount of Fees Sought as Actual Reasonable and Necessary:	\$4,272.00 [80% of \$5,340.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$273.00
This is a(n): <input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application	

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees ¹	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

¹ At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	CNO Filed	CNO Filed

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 25 years, and his billing rate is \$600 per hour. In this Application period Mr. Rich billed 8.9 hours,² for a total amount billed of \$5,340.00 of which 80% is currently sought, in the amount of \$4,272.00, plus 100% of the expenses incurred during this period, in the amount of \$273.00, for a total currently sought of \$4,545.00.

As stated above, this is the Twenty-Fourth application for monthly fees and expenses. The time for preparation of this Application is approximately 1.0 hours, for which \$600.00 will be requested in a future application.

² Non-Productive travel time, if any, is included in this figure, but at 50% of the actual time.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	7.7	\$4,620.00
Travel	0	0
Fee Application Matters (Monthly & Quarterly, incl. FCR's)	1.2	\$720.00
TOTAL	16.3 hours	\$5,340.00

EXPENSE SUMMARY

Description	Expense
Travel	\$150.00
Courtcall	\$123.00
TOTAL	\$273.00

Detail of the fees and expenses billed is attached hereto as Exhibit A.

[illegible]

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



Alan B. Rich, Esq.
Texas Bar No. 16842350
1201 Elm Street, Suite 4244
Dallas, Texas 75270
(214) 744-5100
(214) 744-5101 [fax]
arich@alanrichlaw.com

COUNSEL TO HON. ALEXANDER
M. SANDERS, JR., LEGAL
REPRESENTATIVE FOR FUTURE
ASBESTOS-RELATED PROPERTY
DAMAGE CLAIMANTS AND HOLDERS
OF DEMANDS

CERTIFICATE OF SERVICE

I certify that on the 1st day of September, 2010, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



EXHIBIT A

ALAN B. RICH

Attorney and Counselor
4244 Renaissance Tower
1401 Elm Street
Dallas, Texas 75270
Telephone 214.744.5100
Fax 214.744.5101
E-mail: arich@alanrichlaw.com

INVOICE FOR PROFESSIONAL SERVICES (August, 2010)

Client

Hon. Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands

Matter

In re W. R. Grace, No. 01-1139 (Bankr. D. Del)

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
8/2/2010	Review Motion to Approve Settlement with TIG Insurance	0.5
8/2/2010	Prepare 23rd Monthly Fee Application, Notice and attention to filing	1.0
8/3/2010	Review Miscellaneous ECF Notices	0.1
8/4/2010	Review Agenda for August Omnibus hearing and email from counsel re same	0.2
8/4/2010	Review Certificate of No Objection re Plum Creek Tolling Order, and signed Order by Court	0.2
8/4/2010	Emails to and from fee auditor re prior applications	0.1
8/5/2010	Review Miscellaneous ECF Notices	0.1
8/8/2010	Review Miscellaneous ECF Notices	0.1

8/9/2010	Review Miscellaneous ECF Notices	0.1
8/10/2010	Review Miscellaneous ECF Notices	0.1
8/11/2010	Review Withdrawal of Certification of Counsel re National Union claim	0.1
8/11/2010	Review Motion to enforce New Jersey DEQ settlement and amended notice of hearing of same	1.5
8/12/2010	Review Motion to Refer Adversary proceedings in Fraudulent Conveyance cases back to bankruptcy court for ruling on fee motions	0.1
8/12/2010	Review Monthly Operating Report for June 2010	0.4
8/12/2010	Review Canadian ZAI counsels' quarterly fee applications	0.5
8/12/2010	Review Letter to Court from State of Montana regarding Jeld-Wen opinion	0.3
8/12/2010	Review Certification of Counsel regarding Stipulation amending Stipulation with National Union	0.1
8/12/2010	Review Settlement motion regarding HDI-Gerling Settlement	0.5
8/13/2010	Review Signed Order re stipulation amending stipulation with National Union	0.1
8/16/2010	Review Miscellaneous ECF Notices	0.1
8/17/2010	Review Miscellaneous ECF Notices	0.1
8/18/2010	Review Letter to Court from Debtor re State of Montana regarding Jeld-Wen opinion	0.1
8/18/2010	Review Objection to Motion to Reconsider disallowance of Employee claims	0.3
8/19/2010	Review Claim Settlement Notice re North Carolina POC	0.1

8/19/2010	Review Letter from Canada re joinder in Montana letter re Jeld-Wen	0.1
8/20/2010	Review Miscellaneous ECF Notices	0.1
8/23/2010	Draft, File and serve CNO for 23rd Monthly Fee Application	0.2
8/24/2010	RV Fee Auditor reports re Canadian ZAI counsel and PI FCR	0.3
8/25/2010	Review Miscellaneous ECF Notices	0.1
8/26/2010	Review Miscellaneous ECF Notices	0.1
8/27/2010	Review settlement motion with the Hartford parties	0.5
8/30/2010	Review Auditors Report re Canadian ZAI claimants' monthly fee application (Scarfone)	0.1
8/30/2010	Review CNO re TIG Settlement	0.1
8/31/2010	Review Canadian ZAI counsels' monthly fee applications (Scarfone, Lauzon, Hogan)	0.5

Total: 16.3 hours @ \$600.00/hour = \$5,340.00

Expenses: Detail on Exhibit 1– \$273.00

Total Fees and Expenses Due: \$5,613.00

DATE	DESCRIPTION OF EXPENSE	AMOUNT
8/15/2010	Airline Cancellation Fee (omnibus cancellation)	\$150.00
	Courtcall (prior charges from 7/30/09 and 11/23/09 omitted from prior billing)	\$123.00
	TOTAL EXPENSES	\$273.00

EXHIBIT 3

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	§	Chapter 11
	§	
W. R. GRACE & CO., et al.,	§	Case No. 01-01139 (JKF)
	§	
<i>Debtors.</i>	§	Jointly Administered
	§	
	§	Objection Deadline: 10/22/2010
	§	Hearing Date: TBD (if needed)

**SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS AND
HOLDERS OF DEMANDS FOR THE TWENTY-FIFTH MONTHLY INTERIM
PERIOD FROM SEPTEMBER 1, 2010 THROUGH SEPTEMBER 30, 2010**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 (<i>nunc pro tunc</i>)
Period for Which Compensation and Reimbursement is Sought:	September 1, 2010 through September 30, 2010
Amount of Fees Sought as Actual Reasonable and Necessary:	\$6,672.00 [80% of \$8,340.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$30.00
This is a(n):	<input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees ¹	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

¹ At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	CNO Filed	CNO Filed

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 25 years, and his billing rate is \$600 per hour. In this Application period Mr. Rich billed 13.9 hours,² for a total amount billed of \$8,340.00 of which 80% is currently sought, in the amount of \$6,672.00, plus 100% of the expenses incurred during this period, in the amount of \$30.00, for a total currently sought of \$6,702.00.

As stated above, this is the Twenty-Fifth application for monthly fees and expenses. The time for preparation of this Application is approximately 1.0 hour, for which \$600.00 will be requested in a future application.

² Non-Productive travel time, if any, is included in this figure, but at 50% of the actual time.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	9.2	\$5,520.00
Travel	0	0
Fee Application Matters (Monthly & Quarterly, incl. FCR's)	4.7	\$2,820.00
TOTAL	16.3 hours	\$8,340.00

EXPENSE SUMMARY

Description	Expense
Courtcall	\$30.00
TOTAL	\$30.00

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CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



Alan B. Rich, Esq.
Texas Bar No. 16842350
1201 Elm Street, Suite 4244
Dallas, Texas 75270
(214) 744-5100
(214) 744-5101 [fax]
arich@alanrichlaw.com

COUNSEL TO HON. ALEXANDER
M. SANDERS, JR., LEGAL
REPRESENTATIVE FOR FUTURE
ASBESTOS-RELATED PROPERTY
DAMAGE CLAIMANTS AND HOLDERS
OF DEMANDS

CERTIFICATE OF SERVICE

I certify that on the 1st day of October, 2010, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



EXHIBIT A

ALAN B. RICH

Attorney and Counselor
4244 Renaissance Tower
1401 Elm Street
Dallas, Texas 75270
Telephone 214.744.5100
Fax 214.744.5101
E-mail: arich@alanrichlaw.com

INVOICE FOR PROFESSIONAL SERVICES (September, 2010)

Client

Hon. Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands

Matter

In re W. R. Grace, No. 01-1139 (Bankr. D. Del)

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
9/1/2010	Preparation and filing of 24th Monthly Fee Application	1.0
9/2/2010	Review CNOs re Canadian ZAI counsel fees	0.1
9/2/2010	Conference with client re status	0.1
9/3/2010	Review Order approving TIG settlement	0.1
9/3/2010	Review Fee Auditors' Report re 36th Quarterly Fee Applications	0.2
9/3/2010	Review Monthly Operating Report (July 2010)	0.4
9/3/2010	Review HDI Settlement Approval Order	0.1
9/3/2010	Review Debtors' 36th Interim Fee and Expense Chart with Recommendations	0.1
9/6/2010	Review Certification of Counsel re 36th Quarterly Project Categories	0.1

9/6/2010	Review Certification of Counsel re 36th Quarterly Fee Applications	0.1
9/7/2010	Review Miscellaneous ECF Notices	0.1
9/8/2010	Review Agenda for the September Omnibus hearing	0.1
9/8/2010	Review Opinion re denial of confirmation in Quigley case	1.3
9/9/2010	Email from Debtors' counsel re conference call	0.1
9/9/2010	Conference with client re omnibus hearing	0.1
9/10/2010	Review Project Mallard documentation; Conference call with Debtor and others re Project Mallard	1.0
9/10/2010	Review Fee Auditors' Amended Report re 36th Quarterly Fee Applications	0.1
9/10/2010	Review Canadian ZAI counsel Certifications of Counsel re quarterly fee applications	0.2
9/10/2010	Review Fee Auditors' Report re Lauzon Quarterly fee application	0.1
9/11/2010	Review Amended Agenda for September Omnibus	0.1
9/13/2010	Attend telephonic September Omnibus hearing	0.2
9/13/2010	Review Revised Certification of Counsel re 36th Quarterly Fee Applications	0.1
9/14/2010	Review Motion to Approve Synthatec transaction	1.0
9/14/2010	Review Searle Engagement motion and motion to file Engagement letter under Seal	0.4
9/14/2010	Review Order Approving 36th Quarterly Fee Applications	0.1
9/14/2010	Review Certification of Counsel re McGuire Motion to reconsider Employee Claims disallowance	0.1

9/15/2010	Review Withdrawal of motions related to Searle retention	0.1
9/15/2010	Review Agreed Order re McGuire Motion for Reconsideration	0.1
9/16/2010	Reivew Miscellaneous ECF Notices	0.1
9/17/2010	Preparation and filing of FCR's June Fee Appication	0.5
9/20/2010	Preparation and filing of 37th Quarterly Fee Application and Notice	2.0
9/20/2010	Preparation and filing of 37th Quarterly Fee Application and Notice of Judge Sanders	1.0
9/20/2010	Review Order rescheduling August, 2011 Omnibus hearing	0.1
9/20/2010	Review Claims Settlement Notice (Claim No. 1926)	0.2
9/21/2010	Prepare and file CNO for 24th Monthly Fee Application and email to debtor re same	0.2
9/22/2010	Review Miscellaneous ECF Notices	0.1
9/23/2010	Review Miscellaneous ECF Notices	0.1
9/24/2010	Review Certification of Counsel re inadvertently disallowed employee claims	0.1
9/27/2010	Letter from PD Claimant re plan confirmation status	0.1
9/27/2010	Review CNOs re July Canadian ZAI counsel fees	0.1
9/28/2010	Review Miscellaneous ECF Notices	0.1
9/29/2010	Review Canadian ZAI counsel August fee applications	0.2
9/29/2010	Review of Federal Insurance Settlement Motion	0.5
9/29/2010	Review Certification of Counsel re Motion to Enforce Stipulation with NJ Dept of Enviroment	0.2

9/29/2010	Review Notice of Withdrawal of Certificate of Counsel Regarding Order Granting Relief Sought By the Debtors' Twenty-Eighth Omnibus Objection to Employee Claims (Substantive) and Report Containing Written Responses to Same and Resolutions Thereof (Docket No. 24991)	0.1
9/29/2010	Review Certification of Counsel re Inadvertently disallowed employee claims in Order Disallowing Employee Claims (Substantive) (docket no. 25044) and corrected Order	0.5
9/30/2010	Review Miscellaneous ECF Notices	0.1

Total: 13.9 hours @ \$600.00/hour = \$8,340.00

Expenses: Courtcall (September Omnibus – \$30.00

Total Fees and Expenses Due: \$8,370.00